SCC eFile	2013 ANNUAL REPORTION COMMONWEALTH OF VIRGISTATE CORPORATION COMM	SINIA	3553294
1.) CORPORATION NAME:		DUE DATE: 1	11/30/2013
Towers Watson Pennsylvania 2.) VA REGISTERED AGENT NAM NATIONAL REGISTERED AGE	E AND OFFICE ADDRESS:	SCC ID NO:	F0342354
4701 COX ROAD, SUITE 285	INTO INC	5.) STOCK IN	NFORMATION
GLEN ALLEN, VA		CLASS	AUTHORIZED
3.) CITY OR COUNTY OF VA REG HENRICO COUNTY	ISTERED OFFICE:	COMMON	1,000
4.) STATE OR COUNTRY OF INCO	DRPORATION:		
6.) PRINCIPAL OFFICE ADDRESS:			
ADDRESS: 1500 MA CENTR	ARKET STREET E SQUARE EAST		
CITY/ST/ZIP: PHILA	<u> </u>		
7.) DIRECTORS AND PRINCIPAL C		ncipal officers must be as both a director and	
NAME.	X	OFFICER	DIRECTOR
NAME: TITLE:	JOHN HALEY PRESIDENT		
ADDRESS:	1500 MARKET STREET CENTRE SQUARE EAST		
CITY/ST/ZIP/CO:	PHILADELPHIA, PA 19102		
NAME:	ALEXANDRA N. AGELOFF	OFFICER	DIRECTOR
TITLE: ADDRESS:	ASST VP FOR INS 1925 CENTURY PARK EAST		
	SUITE 1500		
CITY/ST/ZIP/CO:	LOS ANGELES, CA 90067	OFFICER	DIRECTOR
NAME:	ROBERT D EICHER	Jerriozik	BINLEGTON
TITLE: ADDRESS:	ASST VP FOR INS 335 MADISON AVE		
CITY/ST/ZIP/CO:	NEW YORK, NY 10017		
NAME:	X	OFFICER	DIRECTOR
TITLE:	MARC FREEDMAN ASST VP FOR INS		
ADDRESS:	1500 MARKET STREET		
CITY/ST/ZIP/CO:	CENTRE SQUARE EAST PHILADELPHIA, PA 19102		
NAME:	CTEDUEN K LEVENE	OFFICER	DIRECTOR
TITLE:	STEPHEN K LEVENE ASST VP FOR INS		
ADDRESS:	ONE STAMFORD PLAZA		
CITY/ST/ZIP/CO:	263 TRESSER BLVD STAMFORD, CT 06901		

			X OFFICER	DIRECTOR
	NAME:	ROGER MILLAY		
	TITLE:	VICE PRESIDENT		
	ADDRESS:	1500 MARKET STREET		
		CENTRE SQUARE EAST		
	CITY/ST/ZIP/CO:	PHILADELPHIA, PA 19102		
			χ OFFICER	DIRECTOR
	NAME:	PAUL M PERRY		
	TITLE:	ASST VP FOR INS		
	ADDRESS:	1500 MARKET STREET		
		CENTER SQUARE EAST		
	CITY/ST/ZIP/CO:	PHILADELPHIA, PA 19102		
			χ OFFICER	DIRECTOR
	NAME:	MARK C SPANGLER		
	TITLE:	ASST VP FOR INS		
	ADDRESS:	1500 MARKET STREET		
	7.22.1.200.	CENTRE SQUARE EAST		
	CITY/ST/ZIP/CO:	PHILADELPHIA, PA 19102		
		·	χ OFFICER	DIRECTOR
	NAME:	MICHAEL O'BOYLE	X 3	
	TITLE:	TREASURER		
	ADDRESS:	1500 MARKET STREET		
	ABBRECO.	CENTRE SQUARE EAST		
	CITY/ST/ZIP/CO:	PHILADELPHIA, PA 19102		
		,	χ OFFICER	DIRECTOR
	NAME:	WILLIAM DICCED	A OFFICER	BIRESTOR
	TITLE:	WILLIAM RIGGER		
	ADDRESS:	ASST TREASURER 1500 MARKET STREET		
	ADDRESS.			
	CITY/ST/ZIP/CO:	CENTRE SQUARE EAST PHILADELPHIA, PA 19102		
		THEADLEITHA, FA 13102		
			X OFFICER	DIRECTOR
	NAME:	KAREN M ALLEN		
	TITLE:	PRIVACY OFFICER		
	ADDRESS:	1500 MARKET STREET		
	CITY/CT/7ID/CO.	CENTRE SQUARE EAST		
	CITY/ST/ZIP/CO:	PHILADELPHIA, PA 19102		
			χ OFFICER	DIRECTOR
	NAME:	ANNE BODNAR		
	TITLE:	C.ADMIN OFFICER		
	ADDRESS:	1500 MARKET STREET		
	CITY/CT/7ID/CO.	CENTRE SQUARE EAST		
	CITY/ST/ZIP/CO:	PHILADELPHIA, PA 19102		
			X OFFICER	DIRECTOR
	NAME:	NORMAN BUCHANAN		
	TITLE:	GLOBAL TAX DIR		
	ADDRESS:	1500 MARKET STREET		
	0.77 (/07 /717 /0.0	CENTRE SQUARE EAST		
	CITY/ST/ZIP/CO:	PHIILADELPHIA, PA 19102		
		<u> </u>		
		·	X OFFICER	DIRECTOR
l	NAME:	SHARON CLARK	X OFFICER	DIRECTOR
	NAME: TITLE:	SHARON CLARK CH MKTG OFC	X OFFICER	DIRECTOR
			X OFFICER	DIRECTOR
	TITLE: ADDRESS:	CH MKTG OFC	X OFFICER	DIRECTOR
	TITLE:	CH MKTG OFC 1500 MARKET STREET	X OFFICER	DIRECTOR
	TITLE: ADDRESS:	CH MKTG OFC 1500 MARKET STREET CENTRE SQUARE EAST	X OFFICER	DIRECTOR
	TITLE: ADDRESS:	CH MKTG OFC 1500 MARKET STREET CENTRE SQUARE EAST		
	TITLE: ADDRESS: CITY/ST/ZIP/CO:	CH MKTG OFC 1500 MARKET STREET CENTRE SQUARE EAST PHILADELPHIA, PA 19102		
	TITLE: ADDRESS: CITY/ST/ZIP/CO: NAME:	CH MKTG OFC 1500 MARKET STREET CENTRE SQUARE EAST PHILADELPHIA, PA 19102 JOHN DICK		
	TITLE: ADDRESS: CITY/ST/ZIP/CO: NAME: TITLE:	CH MKTG OFC 1500 MARKET STREET CENTRE SQUARE EAST PHILADELPHIA, PA 19102 JOHN DICK CHF INFO OFC		

		χ OFFICER	DIRECTOR
NAME:	NEIL FALIS		
TITLE:	ASST SECRETARY		
ADDRESS:	1500 MARKET STREET		
	CENTRE SQUARE EAST		
CITY/ST/ZIP/CO:	PHILADELPHIA, PA 19102		
		χ OFFICER	DIRECTOR
NAME:	SCOTT KENNEY		
TITLE:	ASST SECRETARY		
ADDRESS:	1500 MARKET STREET		
	CENTRE SQUARE EAST		
CITY/ST/ZIP/CO:	PHILADELPHIA, PA 19102		
	<u>_</u>	χ OFFICER	DIRECTOR
NAME:	SCOTT KENNEY	X OFFICER	BIREGIGN
TITLE:	COMPLIANCE OFC		
ADDRESS:	1500 MARKET ST		
ABBITEOU.	CENTRE SQUARE EAST		
CITY/ST/ZIP/CO:	PHILADELPHIA, PA 19102		
	,	X OFFICER	DIRECTOR
NAME:	GAIL MCKEE	X OFFICER	BIRLETOR
TITLE:			
ADDRESS:	CH HR OFFICER 1500 MARKET STREET		
ADDITEOU.	CENTRE SQUARE EAST		
CITY/ST/ZIP/CO:	PHILADELPHIA, PA 19102		
		X OFFICER	DIRECTOR
NIAME.	DOOED AND AV	X OFFICER	DIRECTOR
NAME: TITLE:	ROGER MILLAY		
ADDRESS:	CFO		
ADDRESS:	1500 MARKET STREET		
CITY/ST/ZIP/CO:	CENTRE SQUARE EAST PHILADELPHIA, PA 19102		
011 1/01/211 /00.	THILADELI HIA, TA 19102		
		OFFICER	χ DIRECTOR
NAME:	JOHN HALEY		
TITLE:	JOHN HALEY CHAIRMAN		
TITLE: ADDRESS:	CHAIRMAN 1500 MARKET STREET CENTRE SQUARE EAST		
TITLE:	CHAIRMAN 1500 MARKET STREET		
TITLE: ADDRESS:	CHAIRMAN 1500 MARKET STREET CENTRE SQUARE EAST	OFFICER	X DIRECTOR
TITLE: ADDRESS:	CHAIRMAN 1500 MARKET STREET CENTRE SQUARE EAST	OFFICER	X DIRECTOR
TITLE: ADDRESS: CITY/ST/ZIP/CO:	CHAIRMAN 1500 MARKET STREET CENTRE SQUARE EAST PHILADELPHIA, PA 19102 JAMES FOREMAN DIRECTOR	OFFICER	X DIRECTOR
TITLE: ADDRESS: CITY/ST/ZIP/CO: NAME:	CHAIRMAN 1500 MARKET STREET CENTRE SQUARE EAST PHILADELPHIA, PA 19102 JAMES FOREMAN	OFFICER	X DIRECTOR
TITLE: ADDRESS: CITY/ST/ZIP/CO: NAME: TITLE: ADDRESS:	CHAIRMAN 1500 MARKET STREET CENTRE SQUARE EAST PHILADELPHIA, PA 19102 JAMES FOREMAN DIRECTOR	OFFICER	X DIRECTOR
TITLE: ADDRESS: CITY/ST/ZIP/CO: NAME: TITLE:	CHAIRMAN 1500 MARKET STREET CENTRE SQUARE EAST PHILADELPHIA, PA 19102 JAMES FOREMAN DIRECTOR 1500 MARKET STREET	OFFICER	X DIRECTOR
TITLE: ADDRESS: CITY/ST/ZIP/CO: NAME: TITLE: ADDRESS:	CHAIRMAN 1500 MARKET STREET CENTRE SQUARE EAST PHILADELPHIA, PA 19102 JAMES FOREMAN DIRECTOR 1500 MARKET STREET CENTRE SQUARE EAST	OFFICER	X DIRECTOR
TITLE: ADDRESS: CITY/ST/ZIP/CO: NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO: NAME:	CHAIRMAN 1500 MARKET STREET CENTRE SQUARE EAST PHILADELPHIA, PA 19102 JAMES FOREMAN DIRECTOR 1500 MARKET STREET CENTRE SQUARE EAST		
TITLE: ADDRESS: CITY/ST/ZIP/CO: NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO:	CHAIRMAN 1500 MARKET STREET CENTRE SQUARE EAST PHILADELPHIA, PA 19102 JAMES FOREMAN DIRECTOR 1500 MARKET STREET CENTRE SQUARE EAST PHILADELPHIA, PA 19102		
TITLE: ADDRESS: CITY/ST/ZIP/CO: NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO: NAME:	CHAIRMAN 1500 MARKET STREET CENTRE SQUARE EAST PHILADELPHIA, PA 19102 JAMES FOREMAN DIRECTOR 1500 MARKET STREET CENTRE SQUARE EAST PHILADELPHIA, PA 19102 JOHN HALEY		
TITLE: ADDRESS: CITY/ST/ZIP/CO: NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO: NAME: TITLE: ADDRESS:	CHAIRMAN 1500 MARKET STREET CENTRE SQUARE EAST PHILADELPHIA, PA 19102 JAMES FOREMAN DIRECTOR 1500 MARKET STREET CENTRE SQUARE EAST PHILADELPHIA, PA 19102 JOHN HALEY DIRECTOR		
TITLE: ADDRESS: CITY/ST/ZIP/CO: NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO: NAME: TITLE:	CHAIRMAN 1500 MARKET STREET CENTRE SQUARE EAST PHILADELPHIA, PA 19102 JAMES FOREMAN DIRECTOR 1500 MARKET STREET CENTRE SQUARE EAST PHILADELPHIA, PA 19102 JOHN HALEY DIRECTOR 1500 MARKET STREET		
TITLE: ADDRESS: CITY/ST/ZIP/CO: NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO: NAME: TITLE: ADDRESS:	CHAIRMAN 1500 MARKET STREET CENTRE SQUARE EAST PHILADELPHIA, PA 19102 JAMES FOREMAN DIRECTOR 1500 MARKET STREET CENTRE SQUARE EAST PHILADELPHIA, PA 19102 JOHN HALEY DIRECTOR 1500 MARKET STREET CENTRE SQUARE EAST		
TITLE: ADDRESS: CITY/ST/ZIP/CO: NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO: NAME: TITLE: ADDRESS:	CHAIRMAN 1500 MARKET STREET CENTRE SQUARE EAST PHILADELPHIA, PA 19102 JAMES FOREMAN DIRECTOR 1500 MARKET STREET CENTRE SQUARE EAST PHILADELPHIA, PA 19102 JOHN HALEY DIRECTOR 1500 MARKET STREET CENTRE SQUARE EAST	OFFICER	X DIRECTOR
TITLE: ADDRESS: CITY/ST/ZIP/CO: NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO: NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO:	CHAIRMAN 1500 MARKET STREET CENTRE SQUARE EAST PHILADELPHIA, PA 19102 JAMES FOREMAN DIRECTOR 1500 MARKET STREET CENTRE SQUARE EAST PHILADELPHIA, PA 19102 JOHN HALEY DIRECTOR 1500 MARKET STREET CENTRE SQUARE EAST PHILADELPHIA, PA 19102	OFFICER	X DIRECTOR
TITLE: ADDRESS: CITY/ST/ZIP/CO: NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO: NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO:	CHAIRMAN 1500 MARKET STREET CENTRE SQUARE EAST PHILADELPHIA, PA 19102 JAMES FOREMAN DIRECTOR 1500 MARKET STREET CENTRE SQUARE EAST PHILADELPHIA, PA 19102 JOHN HALEY DIRECTOR 1500 MARKET STREET CENTRE SQUARE EAST PHILADELPHIA, PA 19102 Robert Charles	OFFICER	X DIRECTOR
TITLE: ADDRESS: CITY/ST/ZIP/CO: NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO: NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO: NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO:	CHAIRMAN 1500 MARKET STREET CENTRE SQUARE EAST PHILADELPHIA, PA 19102 JAMES FOREMAN DIRECTOR 1500 MARKET STREET CENTRE SQUARE EAST PHILADELPHIA, PA 19102 JOHN HALEY DIRECTOR 1500 MARKET STREET CENTRE SQUARE EAST PHILADELPHIA, PA 19102 Robert Charles MNG Dir AsiaPac	OFFICER	X DIRECTOR
TITLE: ADDRESS: CITY/ST/ZIP/CO: NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO: NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO:	CHAIRMAN 1500 MARKET STREET CENTRE SQUARE EAST PHILADELPHIA, PA 19102 JAMES FOREMAN DIRECTOR 1500 MARKET STREET CENTRE SQUARE EAST PHILADELPHIA, PA 19102 JOHN HALEY DIRECTOR 1500 MARKET STREET CENTRE SQUARE EAST PHILADELPHIA, PA 19102 Robert Charles MNG Dir AsiaPac 1500 Market Street	OFFICER	X DIRECTOR
TITLE: ADDRESS: CITY/ST/ZIP/CO: NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO: NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO: NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO:	CHAIRMAN 1500 MARKET STREET CENTRE SQUARE EAST PHILADELPHIA, PA 19102 JAMES FOREMAN DIRECTOR 1500 MARKET STREET CENTRE SQUARE EAST PHILADELPHIA, PA 19102 JOHN HALEY DIRECTOR 1500 MARKET STREET CENTRE SQUARE EAST PHILADELPHIA, PA 19102 Robert Charles MNG Dir AsiaPac 1500 Market Street Centre Square East	OFFICER	X DIRECTOR
TITLE: ADDRESS: CITY/ST/ZIP/CO: NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO: NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO: NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO:	CHAIRMAN 1500 MARKET STREET CENTRE SQUARE EAST PHILADELPHIA, PA 19102 JAMES FOREMAN DIRECTOR 1500 MARKET STREET CENTRE SQUARE EAST PHILADELPHIA, PA 19102 JOHN HALEY DIRECTOR 1500 MARKET STREET CENTRE SQUARE EAST PHILADELPHIA, PA 19102 Robert Charles MNG Dir AsiaPac 1500 Market Street Centre Square East Philadelphia, PA 19102	OFFICER X OFFICER	X DIRECTOR DIRECTOR
TITLE: ADDRESS: CITY/ST/ZIP/CO: NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO: NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO: NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO:	CHAIRMAN 1500 MARKET STREET CENTRE SQUARE EAST PHILADELPHIA, PA 19102 JAMES FOREMAN DIRECTOR 1500 MARKET STREET CENTRE SQUARE EAST PHILADELPHIA, PA 19102 JOHN HALEY DIRECTOR 1500 MARKET STREET CENTRE SQUARE EAST PHILADELPHIA, PA 19102 Robert Charles MNG Dir AsiaPac 1500 Market Street Centre Square East Philadelphia, PA 19102 James Foreman	OFFICER X OFFICER	X DIRECTOR DIRECTOR
TITLE: ADDRESS: CITY/ST/ZIP/CO: NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO: NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO: NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO: NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO:	CHAIRMAN 1500 MARKET STREET CENTRE SQUARE EAST PHILADELPHIA, PA 19102 JAMES FOREMAN DIRECTOR 1500 MARKET STREET CENTRE SQUARE EAST PHILADELPHIA, PA 19102 JOHN HALEY DIRECTOR 1500 MARKET STREET CENTRE SQUARE EAST PHILADELPHIA, PA 19102 Robert Charles MNG Dir AsiaPac 1500 Market Street Centre Square East Philadelphia, PA 19102	OFFICER X OFFICER	X DIRECTOR DIRECTOR
TITLE: ADDRESS: CITY/ST/ZIP/CO: NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO: NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO: NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO: NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO:	CHAIRMAN 1500 MARKET STREET CENTRE SQUARE EAST PHILADELPHIA, PA 19102 JAMES FOREMAN DIRECTOR 1500 MARKET STREET CENTRE SQUARE EAST PHILADELPHIA, PA 19102 JOHN HALEY DIRECTOR 1500 MARKET STREET CENTRE SQUARE EAST PHILADELPHIA, PA 19102 Robert Charles MNG Dir AsiaPac 1500 Market Street Centre Square East Philadelphia, PA 19102 James Foreman Mng Dir N/A	OFFICER X OFFICER	X DIRECTOR DIRECTOR

		X OFFICER	DIRECTOR
NAME:	Julie Gebauer		
TITLE:	Mng Dir T&R		
ADDRESS:	1500 Market Street		
	Centre Square East		
CITY/ST/ZIP/CO:	Philadelphia, PA 19102		
		χ OFFICER	DIRECTOR
NAME:	Gordon Gould		
TITLE:	Mng Dir S&CD		
ADDRESS:	1500 Market Street		
	Centre Square East		
CITY/ST/ZIP/CO:	Philadelphia, PA 19102		
		X OFFICER	DIRECTOR
NAME:	Patricia Guinn		
TITLE:	Mng Dir R&FS		
ADDRESS:	1500 Market Street		
	Centre Square East		
CITY/ST/ZIP/CO:	Philadelphia, PA 19102		
		X OFFICER	DIRECTOR
NAME:	John Haley		
TITLE:	CEO		
ADDRESS:	1500 Market Street		
	Centre Square East		
CITY/ST/ZIP/CO:	Philadelphia, PA 19102		
	·	χ OFFICER	DIRECTOR
NAME:	Kirkland L Hicks		
TITLE:	General Counsel		
ADDRESS:	1500 Market Street		
	Centre Square East		
CITY/ST/ZIP/CO:	Philadelphia, PA 19102		
		X OFFICER	DIRECTOR
NAME:	Kirkland L. Hicks		
TITLE:	SECRETARY		
ADDRESS:	1500 Market Street		
	Centre Square East		
CITY/ST/ZIP/CO:	Philadelphia, PA 19102		
		χ OFFICER	DIRECTOR
NAME:	Kirkland L Hicks		
TITLE:	VICE PRESIDENT		
ADDRESS:	1500 Market Street		
	Centre Square East		
CITY/ST/ZIP/CO:	Philadelphia, PA 19102		
		χ OFFICER	DIRECTOR
NAME:	Paul Morris		
TITLE:	Mng Dir EMEA		
ADDRESS:	1500 Market Street		
	Centre Square East		
CITY/ST/ZIP/CO:	Philadelphia, PA 19102		
		χ OFFICER	DIRECTOR
NAME:	Lawrence James Racioppo		
TITLE:	Asst VP for Ins		
ADDRESS:	1500 Market Street		
	Centre Square East		
CITY/ST/ZIP/CO:	Philadelphia, PA 19102		
		χ OFFICER	DIRECTOR
NAME:	Michael M Thomson		
TITLE:	Controller		
ADDRESS:	1500 Market Street		
	Centre Square East		
CITY/ST/ZIP/CO:	Philadelphia, PA 19102		

	X OFFICE	R DIRECTOR		
NAME:	Gene Wickes			
TITLE:	Mng Dir Benefit			
ADDRESS:	1500 Market Street			
	Centre Square East Philadelphia, PA 19102			
I AFFIRM THAT THE INFORMATION CONTAINED IN THIS ELECTRONIC REPORT IS ACCURATE AND COMPLETE AS OF THE DATE BELOW AND THAT I AM LEGALLY AUTHORIZED TO SIGN THIS REPORT.				
/s/ NORMAN BUCHANAN	NORMAN BUCHANAN, GLOBAL	11/4/2013		
SIGNATURE OF DIRECTOR/OFFICER	TAX DIR	DATE		
LISTED IN THIS REPORT	PRINTED NAME AND CORPORATE TITLE			
It is a Class 1 misdemeanor for any person to sign a document, which includes this electronic record, that is false in any material respect with the intent that the document be delivered to the Commission for filing				

respect with the intent that the document be delivered to the Commission for filing.